THE REPUBLIC OF THE UNION OF MYANMAR

The Myanmar Investment Commission

PERMIT

Form (2)

Sr.No. 127 C

Date 23 . 8 . 2014

Republic of the Union of Myanmar ★ Myanmar Investment Commission ★

Permit No. 778/2014 Date 23rd, August 2014

This Permit is issued by the Myanmar Investment Commission according to the section 13, sub-section (b) of the Republic of the Union of Myanmar Foreign Investment Law:-

(a) Name of Investor/Promoter U NE NE HLWAN MOE

(b) Citizenship MYANMAR

(c) Address BUILDING NO.6, ROOM NO.16, LAN THIT AVENUE, LANMADAW TOWNSHIP, YANGON

(d) Name and Address of Principle Organization AYEYAR HINTHAR HOLDINGS COMPANY LIMITED NO.531, ROOM NO.1104, YETAGON TOWER, LOWER KYEEMYINDINE STREET, KYEEMYINDINE TOWNSHIP, YANGON

(e) Place of Incorporation MYANMAR

(f) Type of Investment Business PRODUCTION AND SALES OF RUBBER PRODUCT

(g) Place(s) at which Investment is permitted MUDON CRUMB RUBBER FACTORY, MUDON TOWNSHIP, MON STATE, MYANMAR

(h) Amount of Foreign Capital US $ 0.598 MILLION

(i) Period for Foreign Capital brought in WITHIN THREE YEARS FROM THE DATE OF ISSUANCE OF MIC PERMIT

(j) Total amount of capital (Kyat) EQUIVALENT IN KYAT OF US $ 1 MILLION

(k) Construction Period 2 YEARS

(l) Validity of investment Permit 50 YEARS

(m) Form of investment JOINT VENTURE

(n) Name of the Company incorporated in Myanmar SRI TRANG AYEYAR RUBBER INDUSTRY COMPANY LIMITED

Chairman

The Myanmar Investment Commission

ပြည်ထောင်စုသမ္မတမြန်မာနိုင်ငံတော်
မြန်မာနိုင်ငံ ရင်းနှီးမြှုပ်နှံမှု ကော်မရှင်
ခွင့်ပြုမိန့်

ပြည်ထောင်စုဝန်ကြီးဌာနများ မြန်မာနိုင်ငံ ရင်းနှီးမြှုပ်နှံမှုကော်မရှင်
စာအမှတ် ၁၂၅.၈
ရက်စွဲ ၂၃.၈.၂၀၁၄

ခွင့်ပြုမိန့်အမှတ် ၇၇၈/၂၀၁၄ ၂၀၁၄ ခုနှစ်၊ ဩဂုတ်လ ၂၃ ရက်

ပြည်ထောင်စုသမ္မတ မြန်မာနိုင်ငံတော်နိုင်ငံခြားရင်းနှီးမြှုပ်နှံမှု ဥပဒေပုဒ်မ ၁၃ ပုဒ်မခွဲ (ခ) အရ ဤခွင့်ပြုမိန့်ကို မြန်မာနိုင်ငံရင်းနှီးမြှုပ်နှံမှုကော်မရှင်က ထုတ်ပေးလိုက်သည် -

(က) ရင်းနှီးမြှုပ်နှံသူ/ကမကထပြုသူ၏အမည် ဦးနေနေလွှမ်းမိုး

(ခ) နိုင်ငံသား မြန်မာ

(ဂ) နေရပ်လိပ်စာ တိုက်-၆၊ အခန်း-၁၆၊ လမ်းသစ်ရိပ်သာ၊ လမ်းမတော်မြို့နယ်၊ ရန်ကုန်မြို့

(ဃ) ပင်မအဖွဲ့အစည်းအမည်နှင့်လိပ်စာ ရောဟသ်ာဟိုး(လ်)ဒင်း ကုမ္ပဏီလီမိတက်၊ အမှတ်-၅၃၁၊အခန်း-၁၁၀၄၊ရဲတံခွန်တာဝါ၊အောက်ကြည့်မြင့်တိုင်လမ်း၊ ကြည့်မြင့်တိုင်မြို့နယ်၊ ရန်ကုန်မြို့

(င) ဖွဲ့စည်းရာအရပ် မြန်မာ

(စ) ရင်းနှီးမြှုပ်နှံသည့်လုပ်ငန်းအမျိုးအစား အဆင့်မြင့်ရာဘာထုတ်လုပ်ခြင်းနှင့် ရောင်းချခြင်းလုပ်ငန်း

(ဆ) ရင်းနှီးမြှုပ်နှံသည့်အရပ်ဒေသ(များ) မွန်ပြည်နယ်၊ မုဒုံမြို့နယ်၊ အဆင့်မြင့်ရာဘာထုတ်လုပ်ရေးစက်ရုံ (မုဒုံခရမ့်ရာဘာစက်ရုံ)

(ဇ) နိုင်ငံခြားမတည်ငွေရင်း ပမာဏ အမေရိကန်ဒေါ်လာ ၀.၅၉၈ သန်း

(ဈ) နိုင်ငံခြားမတည်ငွေရင်းယူဆောင်လာရမည့်ကာလ ခွင့်ပြုမိန့်ရရှိသည့်နေ့မှ ၃ နှစ်အတွင်း

(ည) စုစုပေါင်း မတည်ငွေရင်းပမာဏ(ကျပ်) အမေရိကန်ဒေါ်လာ ၁သန်းနှင့် ညီမျှသော မြန်မာကျပ်ငွေ

(ဋ) တည်ဆောက်မှုကာလ ၂ နှစ်

(ဌ) ရင်းနှီးမြှုပ်နှံမှု ခွင့်ပြုသည့် သက်တမ်း ၅၀ နှစ်

(ဍ) ရင်းနှီးမြှုပ်နှံမှုပုံစံ ဖက်စပ်နိုင်ငံခြားရင်းနှီးမြှုပ်နှံမှု

(ဎ) မြန်မာနိုင်ငံတွင် ဖွဲ့စည်းမည့် ကုမ္ပဏီအမည် SRI TRANG AYEYAR RUBBER INDUSTRY COMPANY LIMITED

ဥက္ကဋ္ဌ
မြန်မာနိုင်ငံရင်းနှီးမြှုပ်နှံမှုကော်မရှင်

Confidential

THE REPUBLIC OF THE UNION OF MYANMAR
MYANMAR INVESTMENT COMMISSION
No.(1), Thitsar Road, Yankin Township, Yangon

Republic of the Union of Myanmar
Sr.No. 127 : C
Date. 23 · 8 · 2014
Myanmar Investment Commission

Our ref :DICA-3/FI-1032/2014 (127 · C) Tel: 01-658128

Date : 23rd August 2014 Fax: 01-658136

Subject: **Decision of the Myanmar Investment Commission on the Proposal for " Production and Sales of Rubber Product" under the name of "Sri Trang Ayeyar Rubber Industry Company Limited"**

Reference: Sri Trang Ayeyar Rubber Industry Co., Ltd. Letter dated 9-5-2014

1. The Myanmar Investment Commission, at its meeting (19/2014) held on dated 18th July , 2014 had approved the proposal for investment in "Production and Sales of Rubber Product" under the name of "Sri Trang Ayeyar Rubber Industry Co., Ltd." submitted by Sri Trang International Pte. Limited (59%) from Singapore, Mr. Kitichai Sincharoenkul (1%) from Thailand and Ayeyar Hinthar Holdings Company Limited (40%) from Myanmar as a joint venture investment.

2. Hence, the "Permit" is herewith issued in accordance with Chapter VII, section 13(b) of the Republic of the Union of Myanmar Foreign Investment Law and Chapter VIII, Rule 49 of the Foreign Investment Rules relating to the said Law. Terms and conditions to the "Permit" are stated in the following paragraphs.

3. The permitted duration of the whole project shall be initial 50(fifty) years and extendable by 6(six) months prior mutual negotiation between two parties. The Lease Agreement for land shall be 50(fifty) years and extendable for 10 (ten) years 2 (two) times commencing from the signing date 27th June, 2014 of the Amendment of the BOT Lease Agreement between the Department of Industrial Crops Development and Ayeyar Hinthar Holdings Company Limited.

4. The annual rent for land and buildings shall be 62,500,000 Kyats (sixty two million , five hundred thousand kyats only) measuring 16996.812 square meter (4.2 acres) including six buildings. The rate of rent shall be reviewed after every five years lease period and increase of the rate of rent shall not be more than 10% of the preceding annual rent.

5. In issuing this "Permit," the Commission has granted, the followings, exemptions and reliefs as per Chapter XII, section 27(a),(h),(i) and (k) of the Foreign Investment Law. Other exemptions and reliefs under section 27 shall have to be applied upon the actual performance of the project;

(a) As per section 27(a), income tax exemption for a period of five consecutive years including the year of commencement on commercial operation;

(b) As per section 27(h), exemption or relief from custom duty or other internal taxes or both on machinery, equipment, instruments, machinery components, spare parts and materials used in the business which are imported as they are actually required for use during the period of construction of business;

(c) As per section 27(i), exemption or relief from customs duty or other internal taxes or both on raw materials imported for production for the first three-year after the completion of construction of business;

(d) As per section 27(k), exemption or relief from commercial tax on the goods produced for export.

6. Ayeyar Hinthar Holdings Company Limited (Myanmar) shall have to sign the Joint Venture Agreement with Sri Trang International Pte. Limited (Singapore) and the sub-lease agreement with Sri Trang Ayeyar Rubber Industry Company Limited. After signing of such Agreements, each of (5) copies shall have to be forwarded to the Commission.

7. Sri Trang Ayeyar Rubber Industry Company Limited in consultation with the Department of Company Registration, Directorate of Investment and Company Administration shall have to be registered. After registration, (5) copies each of Certificate of Incorporation and Memorandum of Association and Articles of Association shall have to be forwarded to the Commission.

8. Sri Trang Ayeyar Rubber Industry Company Limited shall use its best efforts for timely realization of works stated in the Proposal. If none of such works has

been commenced within one year from the date of issue of this "Permit", it shall become null and void.

9. Sri Trang Ayeyar Rubber Industry Company Limited has to abide by Chapter X, Rule 58 and 59 of the Foreign Investment Rules for construction period.

10. As per Chapter X, Rule 61 of the Foreign Investment Rules, extension of the construction period shall not be granted more than twice except it is due to unavoidable events such as natural disasters, instabilities, riots, strikes, a State of emergency, insurgency and outbreak of wars.

11. As per Chapter X, Rule 63 of the Foreign Investment Rules, if the Sri Trang Ayeyar Rubber Industry Company Limited cannot construct completely in time the construction period or extension period, the Commission will have to withdraw the permit issued to the investor and there is no refund for the expenses of the project.

12. The commercial date of operation shall be reported to the Commission.

13. Sri Trang Ayeyar Rubber Industry Company Limited shall endeavour to meet the targets for production and export stated in the proposal as the minimum target.

14. The Commission approves periodical appointments of foreign experts and technicians from abroad as per proposal and also in accordance with Chapter XI, section 24 and section 25 of the Foreign Investment Law and Sri Trang Ayeyar Rubber Industry Company Limited has to follow the existing Labour Laws for the recruitment of staff and labour in accordance with Chapter XIII, Rule 84 of the Foreign Investment Rules.

15. In order to evaluate foreign capital and for the purpose of its registration in accordance with the provisions under Chapter XV, section 37 of the Foreign Investment Law, it is compulsory to report as early as possible in the following manner:-

(a) the amount of foreign currency brought into Myanmar, attached with the necessary documents issued by the respective bank where the account is opened and defined under Chapter XVI, Rule 134 and 135 of the Foreign Investment Rules;

(b) the detailed lists of the type and value of foreign capital defined under Chapter I, section 2(i) of the Foreign Investment Law, other than foreign currency.

16. Sri Trang Ayeyar Rubber Industry Company Limited brings in foreign capital defined under Chapter I, section 2(i) of the Foreign Investment Law, other than foreign currency in the manner stated in paragraph 15(b) mentioned above, the Inspection Certificate endorsed and issued by an internationally recognized Inspection Firm with regard to quantity, quality and price of imported materials shall have to be attached.

17. Sri Trang Ayeyar Rubber Industry Company Limited has the right to make account transfer and expend the foreign currency from his bank account in accordance with Chapter XVI, Rule 136 and for transfer of local currency generated from the business to the local currency account opened at the bank by a citizen or a citizen-owned business in the State and right to transfer back the equivalent amount of foreign currency from the foreign currency bank account of citizen or citizen-owned business by submitting the sufficient document in accordance with Chapter XVII, Rule 145 of the Foreign Investment Rules.

18. Sri Trang Ayeyar Rubber Industry Company Limited shall report to the Commission for any alteration in the physical and financial plan of the project. Cost overrun, over and above the investment amount pledged in both local and foreign currency shall have to be reported as early as possible.

19. Sri Trang Ayeyar Rubber Industry Company Limited shall be responsible for the preservation of the environment at and around the area of the project site. In addition to this, it shall carry out as per instructions made by Ministry of Environmental Conservation and Forestry in which to conduct an Environmental Impact Assessment (EIA) process and an Environmental Management Plan (EMP) which describe the measure to be taken for preventing, mitigation and monitoring significant environmental impacts resulting from the implementation and operation of proposed project or business or activity has to be prepared and submitted, and to perform activities in accordance with this EMP and to abide by the environmental policy, Environmental Conservation Law and other environmental related rules and regulations.

9. Ministry of Labour, Employment and Social Security
10. Ministry of Environmental Conservation and Forestry
11. Ministry of Electric Power
12. Office of the Mon State Government
13. Director General,Directorate of Investment and Company Administration
14. Director General, Directorate of Industrial Supervision and Inspection
15. Director General, Department of Industrial Crops Development
16. Director General, Customs Department
17. Director General, Internal Revenue Department
18. Managing Director, Myanma Foreign Trade Bank
19. Managing Director, Myanma Investment and Commercial Bank
20. Managing Director, Myanma Insurance
21. Managing Director, Myanma Electric Power Enterprise
22. Director General, Directorate of Trade
23. Director General, Immigration and National Registration Department
24. Director General, Directorate of Labour
25. Director General, Department of Environmental Conservation
26. Director General, Fire Services Department
27. Chairman, Republic of the Union of Myanmar Federation of Chambers of Commerce and Industry(UMFCCI)